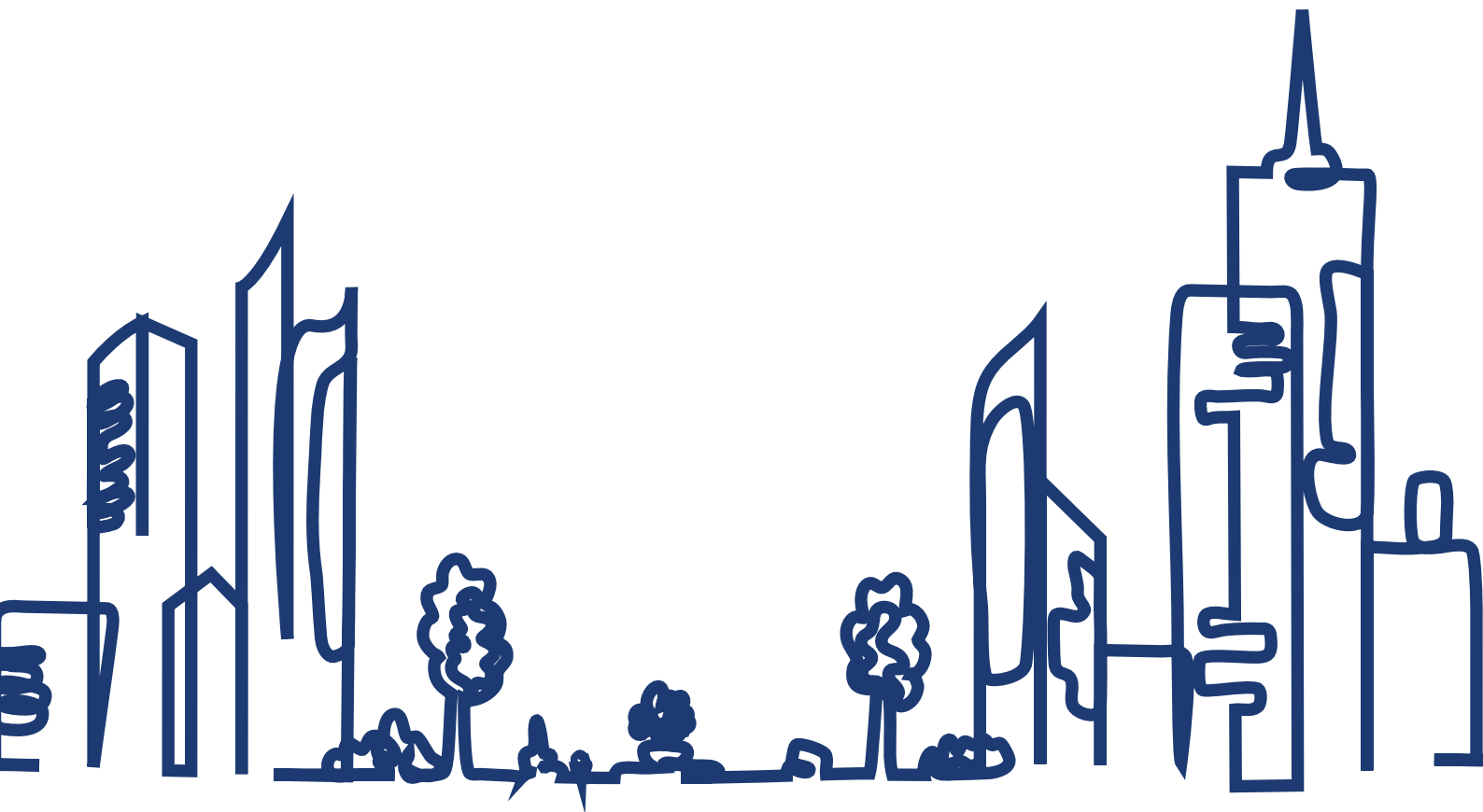


# Code of Ethics and Professional Conduct of Electroglobal SA



ELECTROGLOBAL SA  
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# 1. Introduction

## Purpose of the Code of Ethics and Professional Conduct

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### 1.1 What is the Code of Ethics and Professional Conduct?

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The purpose of this Code of Ethics and Professional Conduct (hereinafter referred to as the Code) is to establish ethical and professional conduct standards for all employees and representatives of Electroglobal. This Code is designed to promote integrity, respect, responsibility, and transparency in all aspects of our operations. Through this Code, we aim to ensure that all our business relationships are conducted in accordance with the highest ethical and legal standards.

The Code outlines fundamental conduct principles that must be observed in interactions with suppliers, clients, colleagues, and other partners. These principles are not exhaustive but, combined with a sense of responsibility towards partners and colleagues, establish essential rules of behavior and ethics applicable to all employees of Electroglobal.

### 1.2. Main Business Standards of Electroglobal

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- Commitment to adopting a zero-tolerance policy towards any form of corruption;
- Commitment to acting ethically, with integrity, fairness, and excellence in relationships with all business partners, and expecting the same commitment from partners;
- Expectation that all employees will avoid personal activities and financial transactions that are in conflict or appear to be in conflict with those of Electroglobal;
- Commitment to taking appropriate measures to deter fraud;
- Commitment to maintaining accurate records and documentation throughout Electroglobal's operations;
- Commitment to safeguarding Electroglobal's and our partners' trade secrets and confidential information.

## 1.3. Core Values of Electroglobal

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At Electroglobal, we guide our activities according to the following core values:



### **Integrity**

We are committed to acting with honesty, fairness, and transparency in all our business relationships and interactions with colleagues, clients, and partners.



### **Passion**

We believe in what we do, are committed and motivated, and invest effort, ambition, knowledge, and experience into all our projects.



### **Responsibility**

We are responsible towards our employees, clients, suppliers, shareholders, and the communities in which we operate. We are committed to making responsible decisions and to taking accountability for our actions. We honor our commitments.



### **Innovation & Excellence**

We are dynamic, original, creative, and enthusiastic about complex projects. We constantly seek excellence in everything we do. We strive to be innovative, to continuously improve, and to provide services and products of the highest quality.



### **Team Spirit:**

To navigate the complex and dynamic work environment in which we operate, building and maintaining a strong team spirit is a key element of our organizational success. We encourage open, honest, and accountable communication, with mutual respect for one another, as the interest of the team always takes precedence over individual interests.

## **2. Ethical and Professional Conduct Standards We Uphold at Electroglobal**

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### **2.1. Ensuring a Safe Workplace Free from Discrimination or Stigmatization**

#### **2.1.1. Health and Safety at Work**

Electroglobal provides employees and collaborators with a healthy and safe working environment by adhering to legal regulations concerning Occupational Health and Safety. In this regard, Electroglobal holds all necessary licenses and permits issued by local and national authorities, as well as documented internal procedures regarding Occupational Health and Safety.

#### **2.1.2. Working Conditions**

We respect the diversity, opinions, and dignity of every individual, including vulnerable minorities. We are committed to creating an inclusive and fair work environment where all employees feel valued and respected. Employees will be compensated with at least the local industry minimum wage or the national minimum wage, whichever is higher. Additionally, they will benefit from social insurance in accordance with national legal standards. The employer adheres to working hours in line with international minimum standards.

#### **2.1.3. Freedom of Association and Absence of Retaliation**

The rights of all company employees to association and collective bargaining are recognized, with these rights documented in the collective labor agreement, which is updated every 2 years or as needed. The exercise of employee rights will not be considered a reason for discrimination, harassment, or dismissal as retaliation against employee representatives.

#### **2.1.4. Forced Labor and Child Labor Exploitation**

Electroglobal rejects the use of any form of forced labor and child labor exploitation, aligning with the principles outlined in International Labour Standards regarding child labor exploitation. The minimum age for employing a minor is 16 years. Employment of adolescents aged 15 is permitted only with parental or legal guardian consent, in accordance with Article 49 of the Romanian Constitution. Young employees aged 15 to 18 must not be engaged in activities unsuitable for their age or physical abilities and are not allowed to work overtime.

### **2.1.5. Non-Discrimination**

The management of Electroglobal will take all measures to ensure fairness within the company in all situations related to recruitment, hiring, training, promotion, remuneration, or any other employment conditions. Electroglobal does not tolerate discrimination of employees or candidates based on race, religion, ethnic or national origin, sex, or age. Discrimination against any employee or candidate constitutes a serious violation of equal employment opportunity laws and Electroglobal's policies. The company is committed to treating all employees fairly, respecting their right to privacy, workplace safety, freedom of expression, and working in a professional environment.

### **2.1.6. Combating Harassment**

Electroglobal asigură un mediu de lucru lipsit de orice formă de hărțuire și nu tolerează nici un fel de comportament jignitor sau lipsit de respect. Electroglobal respectă toate legile care interzic hărțuirea, iar Codul de conduită interzice orice formă de hărțuire la locul de muncă conform Politicii privind prevenirea, combaterea și sancționarea oricăror forme de hărțuire și discriminare la locul de muncă implementată în cadrul Electroglobal.

### **2.1.7. Combating Violence**

Electroglobal deems any form of verbal threats of violence or violent behavior in the workplace unacceptable.

### **2.1.8. Prohibition of Drug and Alcohol Use**

The use of drugs, alcohol, or chemical substances presents an unacceptable risk to the health and safety of employees and can negatively affect their performance.

The following are prohibited:

- Working under the influence of alcohol, illegal drugs, or other chemical substances, both within and outside the company's premises.
- Possession, sale, use, transfer, or distribution of illegal drugs or chemical substances during working hours or on company premises.

Failure to comply with these provisions will result in disciplinary actions in accordance with the legislation and the Internal Regulations.

## 2.2. Professional Ethics

Electroglobal will take all necessary measures to ensure a working environment built on positive relationships and trust between employees and business partners, supporting the company's interests and preventing or eliminating potential conflicts. In carrying out their roles, each employee must consider:

- Honest and integral behavior in all circumstances, in relation to other Electroglobal employees, shareholders, clients, suppliers, or legislative authorities;
- Avoiding any questionable relationships with individuals or companies engaged in business with Electroglobal;
- Avoiding the disclosure of confidential information obtained during employment with Electroglobal member companies to third parties;
- Avoiding situations that could lead to a conflict of interest to the detriment of the employee or the company.

### 2.2.1. Conflict of Interest

Employees must avoid real or apparent conflicts between their personal interests and those of the company.

The Code of Conduct and Professional Ethics regarding conflicts of interest requires employees to act in the company's best interest in all situations. Conflicts of interest may arise when:

- Employees are involved in activities that compete with or appear to compete with the company's interests;
- Business decisions of employees are influenced by or appear to be influenced by personal or family interests or friendships;
- Employees use the company's assets, information, or resources for personal benefit or the benefit of others;
- Employees supervise, hire, or have a direct or indirect hierarchical relationship with a family member, partner, or close friend, or have the ability to influence that person's employment opportunities or compensation;
- Employees have another job that negatively affects their ability to perform their duties or interferes with their responsibilities within the company;
- Employees work for or have financial interests or receive any personal benefits from a current or potential supplier, client, or competitor, or have a family member who does.

To resolve conflicts of interest, Electroglobal may take actions it deems appropriate to eliminate the conflict. Examples of such actions include: requesting the employee to relinquish the financial interest in question or to end a relationship with a client, competitor, or supplier; reassigning duties and responsibilities; or asking the employee not to make decisions related to specific issues.

It is the duty of managers, company executives, and employees at Electroglobal to promote the company's legitimate interests with the highest level of competence and to avoid engaging in direct or indirect competition with the company.

## **2.2.2. Anti-Corruption Measures**

Illegal agreements with clients, suppliers, government officials, or other third parties are strictly prohibited. Corruption involves obtaining or attempting to obtain personal or business advantages through illegal means. Corruption can include payments or exchanges of value and may involve bribery (e.g., bribing a government official or commercial bribery), extortion, or illegal commissions.

Corrupt activities not only violate the Code but may also constitute serious breaches of civil and criminal laws.

Electroglobal applies a zero-tolerance principle towards corruption and bribery, regardless of the place or form in which they might occur. In line with this principle, Electroglobal prohibits its employees from:

- Encouraging, requesting, promising, or allowing another person to offer, promise, request, agree to receive, or accept a bribe on their behalf;
- Offering, promising, requesting, or receiving or accepting a bribe;
- Engaging in any other form of corrupt practice, defined as the abuse of entrusted powers for private or corporate gain through illegitimate, immoral, or unethical means.

These prohibitions apply to all business operations of the company and to all employees.

## **Gifts and Other Benefits**

Gifts offered as a simple expression of courtesy and of nominal value are acceptable only if they are exceptional and related to the occasion that justifies them (e.g., end-of-year celebrations, etc.). The same applies to invitations to cultural, sports, or similar events, which are subject to hierarchical approval. Gifts and hospitality may be used only on occasions that do not affect the progress of a business transaction or the decision-making process that impacts Electroglobal's activities, so they are not considered "bribes".



### **2.2.3. Combating Money Laundering**

Electroglobal complies with all laws prohibiting money laundering or the financing of illegal activities and is committed to preventing and addressing any such situations.

Employees must ensure that they conduct business only with clients who have a good reputation, legitimate purposes, and legally sourced funds. They should also be vigilant for "warning signs," such as requests from potential clients or suppliers for payments to be made in cash or under unusual payment conditions.

All employees are required to report any suspicion of money laundering in accordance with the company's established procedures.

### **2.2.4. Fair Competition**

Electroglobal values fair and open competition. We will not engage in any business arrangements that eliminate or discourage competition, confer improper competitive advantages, or interfere with free trade.

All employees, regardless of their position within the company, are required to avoid participating in any anti-competitive consultations with competitors in the context of public or private tenders. Therefore, all practices or agreements between competitors regarding the exchange of commercially sensitive information, which could not otherwise be found in the market (such as purchase prices, selling prices, profit margins, etc.), are prohibited. Competition can be monitored using publicly available information and only through legal and ethical means for information gathering.

Failure to comply with these rules may result in severe financial, legal, and reputational penalties for both the company and the individuals involved.

### **2.2.5. Combating Fraud**

Fraud is defined as any act, omission, or tolerance by employees, partners, or third parties that involves knowingly misrepresenting false facts as true or unauthorized disclosure or concealment of real facts, with the intent to obtain personal gains or for a third party, or to cause financial or other types of harm due to violations of laws or internal regulations.

Fraud may be motivated by the opportunity to gain something of value (e.g., a payment or achieving a performance goal) or to avoid negative consequences (e.g., disciplinary actions).

At Electroglobal, company expenses are incurred through contracts signed on behalf of Electroglobal with authorized signatures. It is prohibited to incur expenses on behalf of the company where there is no prior signed contract or no pre-authorization of the expense by authorized employees. Electroglobal is committed to acting with full transparency and to sanctioning any illegal actions of a fraudulent nature to obtain an advantage.

## **2.3. Responsibility for Company Resources**

It is prohibited to use or remove materials or goods of any kind from the company for personal purposes without proof of purchase and without approval from Electroglobal.

Transferring Electroglobal's property from one employee to another or to outsiders is forbidden. Electroglobal provides the necessary spaces and facilities for storing personal belongings. However, personal valuables should not be brought into the company's premises. Electroglobal will not be responsible for such items in case of theft, damage, or loss but may take steps to address any arising issues.

Electroglobal respects the property of others (individuals or entities). It is prohibited to create or use copies of copyrighted software, documentation, or other materials that are not owned by Electroglobal without the permission of the authors/owners.

### **2.3.1. Accounting Records**

All transactions must be properly documented and accurately recorded in all registers based on appropriate documentation issued by bona fide parties.

Records must be maintained or destroyed in accordance with applicable laws and Electroglobal's policies.

### **2.3.2. Confidentiality of Information**

Disclosure or unauthorized use of any confidential information related to Electroglobal by a manager or employee is prohibited, except as required by their regular professional duties.

Confidential information refers to non-public information that could benefit competitors or harm Electroglobal or its clients if disclosed.

This prohibition specifically (but not exclusively) applies to inquiries from the press, investment analysts, investors, or other members of the financial community. It also applies to information related to third parties that Electroglobal has obtained under a confidentiality agreement or as a result of a business relationship.

Under this Code, employees must fulfill the following obligations:

- Maintain absolute confidentiality regarding all information, data, and/or documents related to Electroglobal's activities, including information related to clients and/or partners, business relationships of clients and/or partners whose confidential nature results from the nature of the information and documents or is defined by law, the company, or the clients and/or partners.
- Maintain confidentiality of information related to their employment conditions (including salary) both towards third parties and other Electroglobal employees.
- During and after their employment with Electroglobal, not disclose confidential information to any person or entity and not use this confidential information for personal benefit or that of any other person or entity outside Electroglobal. These restrictions do not apply to public information.
- Not disclose the identities of current or potential clients and/or partners of Electroglobal, where such identities are not public information.
- Not transmit information regarding Electroglobal's know-how, copyrights, trademarks, patents, industrial designs, etc., that they became aware of during their work.
- Use confidential information and documents received from Electroglobal and/or clients and/or partners only for the purpose of carrying out assigned tasks.
- Not disclose to the media or third parties any information about Electroglobal, including but not limited to solvency, organizational structure, projects, or business opportunities, that they became aware of during their employment.
- Not provide information to any public authority or individual regarding assigned tasks without prior express consent from Electroglobal and the relevant clients or partners.
- Not use confidential information provided by clients and/or partners against them or for the benefit of third parties.
- Respect confidentiality regarding personal data of Electroglobal employees or clients and/or partners that they became aware of during their activity.
- Ensure that all copies or extracts of confidential information are kept in strict confidentiality and used only for the purpose for which they were communicated.
- Respect Electroglobal's rights regarding software programs used and not use or transmit software programs or parts of software programs for personal purposes or to third parties without written consent from Electroglobal.
- Upon termination of their employment with Electroglobal, regardless of the reason, return all originals, certified copies, and photocopies of plans, notes, projects, or any such documents in their possession or created by them during their employment. In this regard, all copyrights on any work commissioned by Electroglobal and created by employees during their employment are the property of Electroglobal..

### **2.3.3. Email, Internet, and Information Systems**

Employees of Electroglobal are required to use company email accounts and all internet-based applications responsibly and to protect the security of information systems.

In using these systems, employees must comply with internal IT security policies and usage standards.

To maintain the security of information systems, employees are responsible for:

- Not disclosing passwords for accessing Electroglobal systems to anyone.
- Not leaving laptops or other mobile devices unattended during travel or in exposed areas where they might be stolen.
- Not downloading unauthorized or unlicensed software onto Electroglobal computers.
- Reporting any security breaches or the loss or theft of data to their direct manager or the IT support team.

## **3. Implementation of the Code of Ethics and Professional Conduct**

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### **3.1. Training on the Provisions of the Code**

Electroglobal will provide full support to each employee in fulfilling the obligation to comply with this Code of Conduct, the applicable laws and regulations, and will provide the necessary resources for this purpose.

Electroglobal will ensure annual formal training of employees regarding the provisions of the Code of Conduct and professional ethics. Training may be conducted in person, online, or by sending the Code of Conduct via email, specifying any amendments made.

It is the responsibility of each employee to acknowledge and adhere to the content of the Code of Ethics and Professional Conduct.

### **3.2. Compliance with Policies and Legislation**

At Electroglobal, adherence to internal policies and procedures is an integral part of the job description. Employees can direct any questions or uncertainties about how this Code of Conduct or internal policies apply to them to their direct manager, a representative from the Human Resources department, or a representative from the Legal department.

Managers, company executives, and employees must fully comply with all applicable laws, rules, and regulations, regardless of the location where they perform their duties.

## 4. Reporting and Investigating Integrity Incidents

### 4.1. Reporting Integrity Incidents

Any employee who becomes aware of potential integrity incidents, illegal activities, fraud, or any violation of this Code or other Electroglobal policies has the responsibility to inform Electroglobal about them. No employee will be persecuted for reporting such a violation of the Code of Conduct and Professional Ethics in good faith.

This Code firmly prohibits retaliation or threats of retaliation against an employee who has reported a breach of the Code of Conduct and Professional Ethics in good faith.

Reports can also be made anonymously. The internal reporting channels provided by Electroglobal are as follows:

**Email: [sesizari@electroglobal.ro](mailto:sesizari@electroglobal.ro)**

**Mail: ELECTROGLOBAL SA, Cluj-Napoca, str. Nikola Tesla nr.9**

**Attention: Legal Department**

For all employees who report any breaches of this Code of Conduct and Professional Ethics, confidentiality and anonymity must be maintained, and their identity, if known, cannot be disclosed without their consent.

### 4.2. Investigating Integrity Incidents

All reports of violations of the Code of Conduct or legislation will be treated seriously and investigated. Electroglobal will designate one or more individuals to analyze all cases of breaches of the Code of Ethics and Conduct.

Actions of the individuals investigating the violations include:

- Objectively establishing the facts through direct discussions or examination of documents.
- Contacting employees who may have knowledge of the alleged incidents.
- Recommending corrective actions and/or disciplinary measures as appropriate.
- Reporting the results of the investigation to management and to the individual who reported the violation.





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